

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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Gawker Media LLC, <i>et al.</i> , <sup>1</sup>	:	Case No. 16-11700 (SMB)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**STIPULATION AND ORDER BETWEEN THE DEBTORS AND MEANITH HUON**

Gawker Media LLC (“Gawker Media”), Gawker Media Group, Inc. (“GMGI”), and Gawker Hungary Kft. (“Gawker Hungary,” and collectively with Gawker Media and GMGI, the “Debtors”) and Meanith Huon (“Huon, and together with the Debtors, the “Parties”) by and through their respective counsel, hereby enter into this stipulation (the “Stipulation and Order”) for an agreed order regarding the Gawker Cases Proofs of Claim (as defined below).

**Recitals**

WHEREAS, Gawker Media filed a petition for relief under chapter 11 of the Bankruptcy Code on June 10, 2016 and GMGI and Gawker Hungary filed for petitions for relief under chapter 11 of the Bankruptcy Code on June 12, 2016 (collectively, the “Petition Date”);

WHEREAS, Nicholas G. A. Denton (“Denton”) commenced a case by filing a petition for relief under chapter 11 of the Bankruptcy Code in this Court on August 1, 2016 (Case No. 16-12239, Bankr. S.D.N.Y.) (the “Denton Chapter 11 Case”);

WHEREAS, prior to the Petition Date, Huon commenced a lawsuit captioned *Huon v. Breaking Media, LLC* [Case No. 11 C 03054, N.D. Ill.] (the “Illinois Federal Case”) against each

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<sup>1</sup> The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

of the Debtors, Denton, and other non-Debtor parties in the United States District Court for the Northern District of Illinois (the “Northern District of Illinois”);

WHEREAS, on November 14, 2016, the United States Court of Appeals for the Seventh Circuit entered an order in *Huon v. Nick Denton* [No. 15-3049, Docket No. 61] (the “Seventh Circuit Appeal”) on November 14, 2016, affirming in part and reversing in part the December 4, 2014 *Memorandum Opinion and Order* [Docket No. 215] entered in the Illinois Federal Case;

WHEREAS, Huon filed amended proofs of claim nos. 22, 46 and 47 in the Debtors’ chapter 11 cases (collectively, the “Gawker Proofs of Claim”) and proof of claim no. 4 in the Denton Chapter 11 Case (Case No. 16-12239, Bankr. S.D.N.Y.) (the “Denton Proof of Claim,” and together with the Gawker Cases Proofs of Claim, the “Proofs of Claim”), as well as other proofs of claims in each of the cases;

WHEREAS, on October 31, 2016, the Debtors filed objections to the Gawker Proofs of Claim (the “Gawker Objections”) and on November 4, 2016 Denton filed an objection to the Denton Proof of Claim (the “Denton Objection”);

WHEREAS, this Court (the “Court”) held a hearing on December 1, 2016 in respect of the Gawker Objections and on December 6, 2016 in respect of the Denton Objection, and subsequently entered orders in both cases disallowing all of Huon’s proofs of claims other than the Proofs of Claim, as set forth in such orders;

WHEREAS, on December 11, 2016, Huon filed his Objections to Confirmation of the Amended Joint Chapter 11 Plan of Liquidation of Debtors and Huon’s Objections to Debtors’ Motion for Approval of Claims Estimation and Plan Reserve Procedures [Docket No. 575];

WHEREAS, on December 12, 2016, Huon filed his letter with disclosures to the Bankruptcy Court, Debtors’ counsels and all counsel of record [Docket No. 582];

WHEREAS, on December 13, 2016, a hearing was held in the Debtors' chapter 11 cases (the "Confirmation Hearing") in respect of the *Amended Joint Chapter 11 Plan of Liquidation for Gawker Media Group, Inc., Gawker Media LLC, and Gawker Hungary Kft.* (as may have been amended or modified from time to time, the "Plan");

WHEREAS, on December 15, 2016, a status hearing was held on the Proofs of Claim;

WHEREAS, counsel for the Debtors stated on the record at the Confirmation Hearing on December 13, 2016 and at the status hearing on December 15, 2016 that the Parties had agreed to resolve their disputes in respect of the Gawker Proofs of Claim (the "Settlement") and requested that the Court approve the Settlement, which Settlement would also effect a resolution of the Denton Proof of Claim and the Denton Objection thereto;

WHEREAS, as stated on the record at the Confirmation Hearing and pursuant to the Confirmation Order confirming the Plan [Docket No. 638], the Court approved the Settlement;

WHEREAS, in agreement of the Parties, the Debtors will pay Huon One Hundred Thousand Dollars and 00/100 (\$100,000.00) on or before December 31, 2016 (the "Settlement Payment") in full and final satisfaction of the Gawker Proofs of Claim; and

WHEREAS, as part of the Settlement and upon receipt of the Settlement Payment and after entry of this Order, Huon has agreed to withdraw the Denton Proof of Claim;

**NOW, THEREFORE, IT IS HEREBY STIPULATED, AGREED, AND SO ORDERED THAT:**

1. Within seven (7) days following the later of (a) Huon's receipt of the Settlement Payment and (b) entry of this Stipulation and Order by the Bankruptcy Court, Huon shall file a notice dismissing with prejudice the Illinois Federal Case, Case No. 11 C 03054 (N.D. Ill.) (the "Dismissal Notice"). To the extent necessary, the automatic stay or any injunction in the Debtors'

chapter 11 cases or the Denton Chapter 11 Case shall be deemed modified solely for the purpose of Huon filing such Dismissal Notice.

2. Effective upon Huon's receipt of the Settlement Payment, Huon (on behalf of himself and his respective successors and assigns) releases unconditionally and is hereby deemed to release unconditionally each of Gawker Media, GMGI, Gawker Hungary (f/k/a Blogwire Hungary Szellemi Alkotast Hasznosito Kft.), Gawker Entertainment LLC, Gawker Technology, LLC, Gawker Sales, LLC, Denton, Irin Carmon, and Gaby Darbyshire and any other persons or entities that could have been named as defendants in the Illinois Federal Case from any and all claims, obligations, suits, judgments, damages, debts, rights, remedies, causes of action, and liabilities of any nature whatsoever, whether known or unknown, foreseen or unforeseen, liquidated or unliquidated, matured or unmatured, existing or hereafter arising, in law, equity, or otherwise, that are or may be based in whole or in part upon any act, omission, transaction, event, or other occurrence taking place or existing on or prior to the date of this Stipulation and Order (the "Huon Release").

3. This Stipulation and Order contains the entire agreement among the Parties as to the subject matter hereof and supersedes all prior agreements and undertakings between the Parties relating thereto. The Parties acknowledge and expressly represent and warrant that they have relied solely upon their own judgment when deciding whether to enter into this Stipulation and Order. Each Party further agrees, acknowledges and expressly warrants that no information, statement, promise, representation, warranty, condition, inducement or agreement of any kind, whether oral or written, made by or on behalf of any other Party shall be, or has been, relied upon by it unless specifically contained and incorporated herein. The Huon Release contained herein shall constitute a full waiver and release in accordance with its terms and Huon expressly

waives and relinquishes the provisions, rights, and benefits of any statute or principle of public policy or common law of the United States, or of any state thereof which either narrowly construes releases purporting by their terms to release such unknown or unsuspected claims or causes of action in whole or in part, or restricts or prohibits the releasing of such claims or causes of action.

4. This Stipulation and Order and all of its provisions are binding on, and inure to the benefit of, the Parties hereto and their respective successors and assigns. No provision of this Stipulation and Order is intended to confer any rights, benefits, remedies, obligations or liabilities hereunder upon any person other than the Parties, Denton, and their respective successor and assigns.

5. Following Huon's receipt of the Settlement Payment and entry of this Stipulation and Order by the Bankruptcy Court, the claims agent in the Debtors' chapter 11 cases is authorized to reflect that the Gawker Proofs of Claim have been satisfied in the claims register in accordance with this Stipulation and Order.

6. Upon the occurrence of the later of (a) Huon's receipt of the Settlement Payment and (b) entry of a Stipulation and Order of Disallowance of Claim Number 4 filed by Meanith Huon in the form attached hereto as Exhibit A in the Denton Chapter 11 Case, the Denton Proof of Claim shall be deemed disallowed and expunged in its entirety and shall be so reflected as such on the claims registry in the Denton Chapter 11 Case.

7. Each person who executes this Stipulation and Order by or on behalf of each respective Party represents and warrants that he or she has been duly authorized and empowered to execute and deliver this Stipulation and Order on behalf of such Party.

8. This Stipulation and Order may be executed in multiple counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument. Electronic signatures shall have the same force and effect as original signatures.

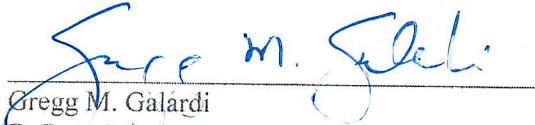
9. Nothing contained herein shall be deemed an admission of liability, wrongdoing, act or matter or that any claim or defense has or lacks merit on the part of the Debtors or Denton with respect to the Proofs of Claim or on the part of the Debtors or any other defendant in the Illinois Federal Case.

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10. The Court shall retain exclusive jurisdiction over all matters pertaining to the implementation, interpretation, and enforcement of this Stipulation and Order.

Dated: December 28, 2016  
New York, New York

December 28, 2016  
Chicago, Illinois

  
\_\_\_\_\_  
Gregg M. Galardi

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\_\_\_\_\_  
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Illinois ARDC No.: 6230996

Attorney for the Creditor, Meanith Huon

SO ORDERED:

\_\_\_\_\_  
HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE

10. The Court shall retain exclusive jurisdiction over all matters pertaining to the implementation, interpretation, and enforcement of this Stipulation and Order.

Dated: December \_\_, 2016  
New York, New York

December \_\_, 2016  
Chicago, Illinois

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Illinois ARDC No.: 6230996

*Attorney for the Creditor, Meanith Huon*

SO ORDERED: December 29, 2016

/s/ STUART M. BERNSTEIN  
HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE



**Exhibit A**

**Stipulation and Order of Disallowance of Claim Number 4  
filed by Meanith Huon in the Denton Chapter 11 Case**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11  
NICHOLAS G. A. DENTON, : Case No. 16-12239 (SMB)  
Debtor.<sup>1</sup> :  
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**STIPULATION AND ORDER OF DISALLOWANCE  
OF CLAIM NUMBER 4 FILED BY MEANITH HUON**

WHEREAS, Meanith Huon (“**Huon**”) filed proof of claim designated as claim number 4 (the “**Huon Claim**”) on the Claims’ Register in the above-captioned chapter 11 case (the “**Chapter 11 Case**”);

WHEREAS, on December \_\_\_, 2016, the Court entered the *Stipulation and Order Between the Debtors and Meanith Huon* in the jointly administered Chapter 11 Cases of Gawker Media, LLC, *et al.*, Case No. 16-11700 (SMB) [Docket Number \_\_\_] (the “**Gawker-Huon Stipulation and Order**”),

WHEREAS, in the **Gawker-Huon Stipulation and Order**, the Gawker Media Debtors agreed to pay Huon One Hundred Thousand Dollars and 00/100 (\$100,000.00) on or before December 31, 2016 (the “Payment”) in full and final satisfaction of the Huon’s Proofs of Claim in the jointly administered Chapter 11 Cases of Gawker Media, LLC, *et al.*, Case No. 16-11700 (SMB);

WHEREAS, in the **Gawker-Huon Stipulation and Order**, as part of the Settlement and upon receipt of Payment, Huon has agreed to withdraw his Proof of Claim in the Denton Chapter 11 Case;

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<sup>1</sup> The last four digits of the Debtor’s social security number are 1234.

EXHIBIT "A"

WHEREAS, the **Gawker-Huon Stipulation and Order** provided for the disallowance and expungement of the entirety of the Huon Claim in this Chapter 11 Case upon the occurrence of the later of (a) Huon's receipt of the aforesaid Payment, and (b) entry of the **Gawker-Huon Stipulation and Order** by the Bankruptcy Court;

WHEREAS, for administrative and clerical purposes, and for the avoidance of any doubt as to the effect of the Gawker Huon Stipulation and Order on the Huon Claim in this Chapter 11 Case, the Debtor and Huon (the "**Parties**") have executed this Stipulation and Order of Disallowance of Claim Number 4 Filed by Meanith Huon (the "**Stipulation and Order**");

**NOW, THEREFORE, IT IS HEREBY STIPULATED, AGREED AND ORDERED, that**

1. Huon withdraws his Proof of Claim Number 4.
2. The Huon Claim is disallowed and expunged in the entirety.
3. The Clerk of the Court is authorized to adjust the Claims' Register in the Chapter 11 Case in accordance with this Stipulation and Order.
4. This Stipulation and Order may be executed by the Parties in counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same document. A facsimile or electronic transmission of a scanned copy of the signature page shall be equivalent to an original signature.
5. Each person who executes this Stipulation and Order represents that he or she is duly authorized to execute this Stipulation and Order on behalf of the Party so stated.

6. This Court shall retain exclusive jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Stipulation and Order.

Dated: New York, New York  
January \_\_, 2017

Chicago, Illinois  
January \_\_, 2017

**COLE SCHOTZ P.C.**

/s/ \_\_\_\_\_  
Mark Tsukerman  
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/s/ \_\_\_\_\_  
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– and –

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*Counsel for Debtor and Debtor in Possession*

Dated: January \_\_, 2017  
New York, New York

\_\_\_\_\_  
Honorable Stuart M. Bernstein  
United States Bankruptcy Judge